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January 7, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

100002737081--5

-01/11/99--01132--010

****131.25 *****87.50

Re: Palm Beach Buns, Inc.

EFFECTIVE DATE

1-6-99

Ladies and Gentlemen:

Please find enclosed the following in connection with the above referenced corporation.

1. Original Articles of Incorporation
2. One photocopy for return mailing
3. Check in the amount of \$131.25
4. Self addressed stamped envelope

Please file this new corporation and forward a certified copy along with a certificate of good standing.

Should you have any questions or comments, please do not hesitate to contact me.

Sincerely,

David F. Pleasanton
David F. Pleasanton

DFP:sg

Enclosures

P. Hall

JAN 13 1999

(S)

FILED
99 JAN 11 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PALM BEACH BUNS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

EFFECTIVE DATE
1-6-99

The name of the corporation shall be **PALM BEACH BUNS, INC.**

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is authorized to carry on and license and authorize others to carry on all or any part of the several businesses enumerated in this Article, including all of the following:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) SHARES with a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than FIVE THOUSAND DOLLARS (\$5,000.00).

ARTICLE V

CORPORATION EXISTENCE

The corporation shall have perpetual existence, which existence shall commence on the day on which these Articles are subscribed and acknowledged, unless the Articles are not filed with the Department of State within five (5) days thereafter, in which case such existence shall commence upon filing.

ARTICLE VI

PRINCIPAL OFFICE

The principal office and place of business of this corporation shall be located at 801 North Congress Avenue, No. 755, Boynton Beach, FL 33435, with the privilege of establishing offices and places of business at other places in the State of Florida or the United States of America or abroad.

ARTICLE VII

DIRECTORS AND OFFICERS

The first Board of Directors of the corporation shall consist of one (1) member as follows:

<u>Name</u>	<u>Address</u>
John Baumgart	2115 Landings Boulevard West Palm Beach, FL 33413

The initial officers of the corporation who shall serve from the commencement of the corporation's existence until their successors are elected and qualified, shall be as follows:

John Baumgart, President

Directors need not be residents of the State of Florida or stockholders of the corporation. The number of directors may be increased by bylaw adopted by the shareholders, but may not be

diminished to a number less than one.

ARTICLE VIII

SUBSCRIBERS

The name and street address of the initial subscribers to the capital stock of the corporation, are as follows:

John Baumgart	100 Shares
2115 Landings Boulevard	
West Palm Beach, FL 33413	

ARTICLE IX

PREEMPTIVE RIGHTS

The shareholders shall have the preemptive right to acquire unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE X

INCORPORATORS

The name and address of the person signing these Articles as incorporator is:

John Baumgart
2115 Landings Boulevard
West Palm Beach, FL 33413

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of the corporation, initially, shall be John Baumgart, 2115 Landings Boulevard, West Palm Beach, Florida 33413.

IN WITNESS WHEREOF, the above-named incorporator has hereunto set his hand and seal this 6 day of January, 1999.

John Baumgart (SEAL)
John Baumgart

STATE OF FLORIDA

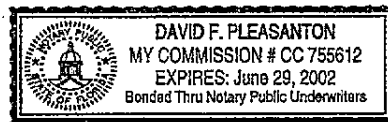
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, John Baumgart, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and that he acknowledged to and before me that he executed the same for the purposes therein mentioned.

WITNESS my hand and official seal this 6 day of January, 1999.

David F. Pleasanton
Notary Public, State of Florida at Large

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

I hereby accept the designation herein as registered agent.

1/6/99
Date

John Baumgart
John Baumgart

FILED
99 JAN 11 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA